

EXHIBIT L

In the Matter Of:

LYNNE FREEMAN vs

TRACY DEEBS-ELKENANEY

LYNNE FREEMAN

March 24, 2023



1 UNITED STATES DISTRICT COURT
2 SOUTHERN DISTRICT OF NEW YORK
3 Civil Action No. 1:22-cv-02435-LLS-SN

4 LYNNE FREEMAN, an individual,
5 Plaintiff,

6 -vs-

7 TRACY DEEBS-ELKENANEY P/K/A
8 TRACY WOLFF, an individual,
9 EMILY SYLVAN KIM, an
10 individual, PROSPECT AGENCY,
11 LLC, a New Jersey limited
12 liability company, ENTANGLED
13 PUBLISHING, LLC, a Delaware
14 limited liability company,
15 HOLTZBRINCK PUBLISHERS, LLC
16 D/B/A MACMILLAN, a New York
17 limited liability company, and
18 UNIVERSAL CITY STUDIOS, LLC, a
19 Delaware limited liability
20 company,

21 Defendants.

22 _____/
23
24 DEPOSITION OF
25 Lynne Freeman
CONFIDENTIAL - ATTORNEYS' EYES ONLY

Friday, March 24, 2023
9:04 a.m. - 6:19 p.m.
Pacific Time

Remote Location
Via Zoom Videoconference
All Parties Remote

STENOGRAPHICALLY REPORTED BY:
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JOB NO. 886198

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19 ALSO PRESENT:

20 Tracy Wolff

21 Elizabeth Pelletier

22 VIDEOGRAPHER:

23 Adriel Olvera

24 Isaac Orihuela

15

1 documents that demonstrate that Tracy Wolff
2 had access to your manuscripts?

3 A. No.

4 Q. Have you ever seen any written
5 documents that demonstrate that Liz Pelletier
6 had access to your manuscripts?

7 A. I'm not sure about that. I don't
8 know.

9 Q. Where do you live right now?

10 A. Where do I live?

11 Q. Yes.

12 A. I'm living in Santa Barbara right
13 now.

14 Q. And do you also have a home in
15 Alaska?

16 A. We sold our family home in Alaska.
17 We have another office and residence that
18 we -- it's an office where you can also
19 sleep. There's a bedroom.

20 Q. So do you split your time between
21 Alaska and California?

22 A. Generally speaking, we had moved
23 back to Alaska to live and had not intended
24 to split our time between Alaska and
25 California, but I am what I view as stuck

22

1 family law lawyer, did clients ever have
2 disputes that would involve property that was
3 subject to copyright?

4 A. No.

5 Q. So no clients or musicians or
6 writers or filmmakers or --

7 A. Not in Alaska.

8 Q. Did any clients ask that you
9 prepare copyright registrations for them?

10 A. No.

11 Q. You said you have been too busy to
12 do much consulting. Are you engaged in any
13 other business right now?

14 A. No. This present case takes up my
15 time right now.

16 Q. And how so?

17 A. Well, it's taken over my life.
18 This case has a lot going on in it. I'm not
19 a copyright lawyer. I'm busy doing what I
20 can helping out with my lawyers, as I can, in
21 the case.

22 It's also very upsetting, so I
23 don't really have the focus right now to be
24 out practicing in my own field.

25 Q. Let's go into your writing

1 read a bunch of his books because George

2 Lucas was influenced by him in creating the

3 Star Wars series.

4 Q. Do these books give tips on how to
5 structure a novel?

6 A. Sure. Some books I have read
7 have. It's been a long time since I've
8 looked at any of those. But, yes, some books
9 do have tips on how to structure a novel.

10 Q. And tips on how to move a plot
11 forward?

12 A. Sure.

13 Q. What's your understanding of what
14 plot means when you write a book?

15 A. Plot is your overall sort of
16 skeleton of what's going to happen in your
17 story.

18 Q. So would you say that what
19 constitutes a plot are a number of scenes
20 that move forward -- that move the storyline
21 forward?

22 A. Yes. The scenes do help move a
23 storyline forward.

24 Q. Would you say that the Blue Moon
25 Rising/Masqued is your first full novel that

1 beauty of the nature of it. And the aurora
2 borealis, we know that's magical too.

3 Q. I would agree.

4 So you took your notes and then
5 you -- did you write a first draft of the
6 book or an outline or what was the process?

7 A. Well -- okay. So I took my notes,
8 and I wrote about a hundred 50 pages. And I
9 sent it to two friends that I think are very,
10 very smart. And I just asked them, look, I'm
11 crazy maybe, that I think that I can write,
12 or is this interesting to you what I'm put
13 together. And I need you to be brutally
14 honest with me because I'm super busy.

15 I have a young kid at home, and
16 I'm full-time practicing law, and I'm doing
17 this at night, and I really feel excited
18 about what I'm doing, so I need you to tell
19 me what I think. And that's what I did.

20 Q. Who are your two friends?

21 A. Jennifer Holland, who is an
22 attorney, and who is very intimidating
23 because she's very smart. And then Michael
24 Garner is a guy that I've known since high
25 school, and we were in an honors -- super

1 smart honors class together, and he's a very
2 bright guy who also writes.

3 Q. What honors class is that?

4 A. Enriched Intensive Studies
5 Institute, EISI. You had to -- that's the
6 class.

7 Q. Enriched -- Enriched --

8 A. Enriched Intensive Studies
9 Institute at West Anchorage High School back
10 in the day.

11 Q. Was that an English class or math
12 class?

13 A. No. I don't know how to describe
14 what it is. But you had to be really
15 proficient or extraordinary in some area to
16 get in the class, whether it was mathematics
17 or science. It could be art. They pick -- I
18 don't know. It might have been 10 or 15
19 students to be in it, and it was one of the
20 classes I was in with Mike. That's how I met
21 him.

22 Q. What was your proficiency?

23 A. I have no idea why they let me in
24 there. I don't know. I went and
25 interviewed. I'm somebody who took a lot of

1 what did you do?

2 A. Well, I didn't -- I didn't know if
3 I was really finished or not. But I went to
4 my smart friends, two of them that I consider
5 scary because they're much smarter than I am.
6 And they're attorneys. And I gave a draft to
7 them to read and said could you just please
8 read it and give me a critique, which they
9 were both willing to do it.

10 Q. And so they critiqued it?

11 A. Well, yeah.

12 Q. And what was the critique?

13 A. Well, what ended up happening is
14 that I didn't get a critique back. One of my
15 friends sent it to a contact of hers at
16 HarperCollins and that -- that's what
17 happened.

18 Q. Without asking you?

19 A. She told me after the fact because
20 she didn't want me to be upset, but yes.

21 Q. Okay. And do you know when that
22 took place?

23 A. Yeah. So that would have been --
24 I think it's like September of -- and I can't
25 be exact with this, but I feel like it's

1 about September of 2010.

2 Q. And how did you find out about it?

3 A. Well, she told me. She told me
4 what she had done. She's, like, look, I
5 don't want to you to be mad but I'm sending
6 this to Lucy, and I really hope that's going
7 to be okay with me. I'm, like, yes, it's
8 okay with me. I'm just -- yes. So it was
9 fine.

10 Q. And who is Lucy?

11 A. Lucy Vanderbilt. She has a
12 different title right now, but it's basically
13 she's the publishing rights director of
14 HarperCollins UK, and I think nowadays they
15 changed the title to something like
16 international rights director.

17 Q. Why did she think you might be mad
18 at her --

19 A. I thought she was doing me a
20 tremendous favor. She loved the book, and my
21 friend couldn't put it down and really
22 thought I had something exciting, and Lucy is
23 a very smart, no-nonsense person, who my
24 friend didn't even think would maybe have
25 time to read it but wanted her to see it.

1 again? I don't want to ramble.

2 Q. No. I just was wondering what was
3 the next step after it went to the publisher.
4 What happened --

5 A. So then it went to the fantasy and
6 children's editors. Yes.

7 Q. Do you know what editor that was?

8 A. I can't tell you who is who, but
9 one was Rachel Denning. And the other was
10 Emma, I think it's Kantor.

11 Q. And did these editors accept your
12 book for publication?

13 A. When you say, publication, does
14 that mean did they -- did they read it --

15 Q. No. Did they offer you a
16 publishing contact? Did they want to publish
17 the book?

18 A. No. There were other steps that
19 happened before all that comes in --

20 Q. What would those -- can you tell
21 me what happened next then after --

22 A. Sure.

23 Q. -- you went to the fantasy editor?

24 A. Sure. So I was given an e-mail to
25 see from both of those people that they liked

1 it. They loved it. It went to readers. The
2 readers loved it, and then it went to sales.
3 And during this time -- somewhere in this
4 time, I started looking for agents.

5 And your question was what all
6 happened, so then that calls for me to tell
7 you, one or both of these editors -- I can't
8 recall now. It's been a long time. They
9 gave me the name of four UK agents to contact
10 and use their names with them. And then I
11 was also, at that point, querying in the US
12 for an agent.

13 Q. So were they saying that you
14 should get an agent for what reason?

15 A. I think the idea was --

16 THE WITNESS: Go ahead. I'm
17 sorry.

18 MR. DONIGER: Sounds like it's
19 calling for speculation as to what
20 their intention was.

21 But you can answer to the extent
22 that you know.

23 A. Yeah, I am not -- nobody is making
24 me a promise that anything is getting
25 published. I don't know. But the idea was

1 that it was, you know, time. Michelle
2 suggesting that I should get an agent, and I
3 saw some communications about whether I was
4 agented.

5 Also they passed along the name of
6 four UK agents for me somewhere in this. And
7 that's when I went about the process of
8 looking for an agent --

9 BY MS. WOLFF:

10 Q. So they didn't --

11 A. -- while this is pending.

12 Q. So they didn't agree that they
13 were going to publish the manuscript as it
14 was delivered to them?

15 A. No. What they said is they were
16 taking it to sales.

17 Q. And do you know what happened when
18 they took it to sales?

19 A. I know that ultimately what I was
20 told is that sales had purchased the quota of
21 books in this genre for the year, that the
22 market was very hot with Twilight right now
23 and that the feeling was that I needed to get
24 it out as soon as I could to agents and to
25 publishers, that they felt it should get

1 A. Of course.

2 Q. And what is your understanding of
3 a trope, or have you ever heard of the word
4 trope?

5 A. I heard of the word trope, and I'm
6 trying to think of how I would -- how I would
7 define this word, a trope.

8 I guess I would have to have you
9 define it for me, if you don't mind. I
10 understand a trope, I think, is an idea or a
11 concept that's in a book.

12 Q. I would say it's a reoccurring
13 element or frequently used plot device in a
14 certain genre.

15 A. Sure.

16 Q. Okay. So in the YA paranormal
17 romance genre -- can we agree that's a genre?

18 A. We can agree that's a genre.

19 Q. So how familiar are you with that?

20 A. Well, I don't know how familiar I
21 am with that. I've read a number of books in
22 YA. Many are paranormal. But I don't know
23 what you mean by, how familiar.

24 Q. Can you give me the name of some
25 examples of some of the books you have read

1 that are paranormal?

2 A. I realize I haven't been reading
3 anything recently, but --

4 Q. Not a memory test.

5 A. I know it's not a memory test.
6 I'm just trying to think of what I read. So
7 some of these are going to be YA. Some may
8 not be. But I read The Court of Thorns and
9 Roses by Sarah J. Maas. Anne Bishop books.
10 And those are not strictly YA. They may not
11 even be YA. They're more adult fantasy
12 probably. Hunger Games.

13 As I sit here and stumble through
14 this, Holly Black fairy stories, those are
15 YA. Melissa Marr fairy stories are YA. I
16 can't -- I mean, I can't think of many. I'm
17 sure if I can sit here long enough, I can
18 come up with a better list for you, but these
19 are some of the people that I really like to
20 read.

21 Q. What is your understanding of YA?

22 A. My understanding of YA is it's
23 generally written for a younger audience. I
24 know YA doesn't stand for that. It stands
25 for young adult. But it would be teen,

1 sometimes preteen, to young adult.

2 Q. Would you say it's fairly common
3 for a heroine in a YA novel to be an older
4 teenager?

5 A. Yes, it can be.

6 Q. So, for example, the heroine in
7 Twilight is Bella, right?

8 A. Yes.

9 Q. And I believe she was, what, 17?

10 A. I don't recall how old she was,
11 but I will take your word that she's 17.

12 Q. Did you read Fallen by Lauren
13 Kate?

14 A. I did read Fallen by Lauren Kate.

15 Q. And there, I think, the heroine is
16 Nora; is that correct?

17 A. I don't recall the name, but I
18 remember the book.

19 Q. And do you recall her age?

20 A. I recall she would be 16 or 17.

21 Q. And Faded by Alyson Noel, did you
22 read that book?

23 A. I don't recall if I read Faded by
24 Alyson Noel or not. I ever read some of her
25 books, but I may have. I wouldn't know

1 unless I looked at the back cover copy which
2 of her books I read. Maybe.

3 Q. Have you read any of the Harry
4 Potter books?

5 A. Of course.

6 Q. Have you read all of them?

7 A. I have read all of them.

8 Q. How would you describe the plot in
9 Harry Potter?

10 A. This boy -- this orphaned boy is
11 living with a Muggle family and does not know
12 that he comes from the wizarding world until
13 a special invitation comes for him, in which
14 he's whisked away to this wizarding world to
15 go to school and learn about what he is and
16 his place in it.

17 Q. And Twilight. How would you
18 describe the plot of Twilight?

19 A. A human girl comes to live in the
20 Pacific Northwest with her father and falls
21 in love with a vampire. I mean, there's more
22 to it the plot than that. I don't know how
23 much you want me to wax poetic about it,
24 but...

25 Q. If you want to do a little more,

1 you can.

2 A. I mean, I don't necessarily want
3 to, but if you want me to, I will.

4 Q. If you recall anything else about
5 the plot.

6 A. The boy and his siblings are
7 separate from everybody else at school;
8 therefore, they stand out because they keep
9 to themselves. He saves her from a car that
10 would have hit her in a parking lot
11 demonstrating supernatural strength and she
12 knows there's something weird about him, and
13 he doesn't want to be around her because she
14 smells so good that he wants to eat her and
15 is afraid of his vampire instincts taking
16 over that he might hurt her.

17 And they fall in love despite the
18 drawback of how good her blood smells and --
19 is that enough?

20 Q. Yeah. That's enough.

21 And in the Harry Potter book, is
22 there anything unique about the schools in
23 those books?

24 A. Well --

25 MR. DONIGER: Vague and

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1 ambiguous.

2 A. Okay. There's a lot that's unique
3 about the schools.

4 BY MS. WOLFF:

5 Q. Well, was it like your high
6 school?

7 A. In my dreams. I would love to go
8 to Hogwarts, but no.

9 Q. So what was different about the
10 Hogwarts High School?

11 A. The whole school was magical.
12 There were magical paintings on the walls
13 that ghosts came out of. All the candelabras
14 lit up magically. Food magically appeared.
15 You had magical house elves. You know, the
16 magic was everywhere in Harry Potter.

17 Q. And the schools taught courses and
18 things in magic?

19 A. Sure. Yes. Absolutely.

20 THE STENOGRAPHER: One at a
21 time, please.

22 BY MS. WOLFF:

23 Q. Oh, are you free?

24 A. Did you have a question for me?

25 Q. I'm sorry. I thought you were

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1 talking to someone.

2 Did you read any of the Alyson
3 Noel books, you said?

4 A. You asked me that before. And the
5 answer is, yes, I have read Alyson Noel
6 books. I can't recall the titles right now.
7 And I think I said if you read me a back
8 cover copy or a little snippet about the
9 book, I could tell you if I had read it.

10 Q. Do you recall any of their, you
11 know, general plots of the books you read?

12 A. I haven't read Alyson Noel in --
13 oh, my God. I don't know. Ten -- more than
14 ten years maybe. So no. There was one, and
15 I know that this is -- something about this
16 may be in production about an Alyson Noel
17 book, but I just can't recall.

18 Q. Did you say you read any J.R. Ward
19 books?

20 A. Yes. Yes, I read a couple of J.R.
21 Ward books.

22 Q. Do you recall, in general, any --
23 anything about any of the plots of the J.R.
24 Ward books?

25 A. They're all about a different

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1 vampire, but -- basically, you asked do I
2 recall anything. Here's what I recall.
3 There's a vampire society that exists in our
4 world and there are bad guys called lessers,
5 and these vampire brotherhood guys protect
6 their world and I guess even ours from these
7 lesser bad guys.

8 And each one is a paranormal
9 adult -- very adult romance story about that
10 guy and his bonded mate. And I've read a
11 couple of them. I haven't read all of them.

12 Q. Did you ever read Vampire Diaries?

13 A. I saw the show, and I read maybe
14 the initial book by -- I think her name is LJ
15 Smith. I read the first one.

16 Q. And do you recall the plot of that
17 book?

18 A. What I recall is that the plot of
19 that book is really different than the TV
20 show.

21 Q. How so?

22 A. It was much more dear diary-like
23 than what the TV show was. I remember that
24 the lead character was a blonde, and -- I
25 think in the book, and in the TV show she's

1 not. I really don't remember much about the
2 book.

3 Q. That's fine.

4 So we talked about tropes, and how
5 they're reoccurring elements. Can you give
6 me some examples of common tropes in the
7 genre of books we have been talking about,
8 the YA paranormal romance?

9 A. Yeah. So I'm thinking of it maybe
10 more in terms of the romance piece of it, but
11 usually there's going to be a hero and
12 heroine who have some sort of obstacle to
13 their romance.

14 Q. Anything else that's common in
15 these genres?

16 A. It is a common theme for people to
17 find that they have superpowers that they
18 didn't know about, or if they did know about
19 them, that there's something that they don't
20 know or that's magical about the world that,
21 they may have a special destiny, like Harry
22 Potter, for example. Even Star Wars.

23 Both of those stories feature an
24 orphaned young man who discovered he has a
25 greater destiny than what he thought, and

1 there are these themes that happen. Theme
2 of -- tropes I guess you would say.

3 Q. Is it common to have a
4 coming-of-age story where someone starts out
5 very awkward and becomes more confident at
6 the end of the story?

7 A. Yes.

8 Q. Is it also common that often, say,
9 like with Twilight, someone moves from a
10 place that is familiar to a place that's very
11 unfamiliar? In that instance, it was, I
12 think, Seattle.

13 A. I don't know if it's common. But,
14 yes, that is a trope that can be in these
15 books. Like going to the Harry Potter
16 school, sure.

17 Q. With YA books, is there often
18 the -- sort of your typical high school mean
19 girls involved in these books?

20 A. I don't know how common or typical
21 mean girls are in a YA novel.

22 Q. Are they in any of them?

23 A. There may be mean girls. I don't
24 know if they're called mean girls, but yes.

25 Q. I'm just calling them mean girls.

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1 Your high school -- the high school type.

2 A. Sure. Yes.

3 Q. And with paranormal tropes, is it
4 common that there's a dead parent that may be
5 secretly supernatural?

6 A. I don't know how common that is,
7 but I would agree that, yes, that is
8 absolutely something that I have read in
9 books. Harry Potter is a good example of
10 that.

11 Q. And do you recall if the Vampire
12 Diaries was similar?

13 A. You know, I don't recall who had
14 the dead parent that was supernatural.

15 Q. Do you recall with Harry Potter,
16 he lived with an uncle and aunt?

17 A. Yes, the Muggles. Yes.

18 Q. And did you read Evermore by
19 Alyson Noel?

20 A. I've heard of the title. I may
21 have read that book. I don't recall.

22 Q. So you don't recall whether there
23 was dead parents in that one?

24 A. No.

25 Q. And Vampire Diaries?

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1 A. Yes, the book begins Elena's
2 parents having been killed. And she survived
3 the accident is what I seem to recall.

4 Q. Would you say another paranormal
5 trope is someone learns they're a chosen one?

6 A. That someone learns they have a
7 special destiny, yes.

8 Q. And what about in romance? Are
9 there tropes that you would find in romance,
10 whether it's YA or novels, that are common to
11 any romance?

12 MR. DONIGER: Objection. Calls
13 for speculation. Lacks foundation.

14 A. I was just going to say I don't
15 know as much about romance, but a little -- I
16 can answer some question about that.

17 BY MS. WOLFF:

18 Q. Well, let's limit it, then, to YA
19 romance because you have read some of those,
20 correct?

21 A. Yes.

22 Q. Is there any common tropes you
23 recognize in YA romance?

24 A. What I mentioned before when you
25 asked me that was that there will be an

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1 obstacle that makes it difficult for the hero
2 and heroine to have their relationship in
3 some way.

4 Q. Is there often a love triangle?

5 A. That is a common theme that I've
6 seen, yes.

7 Q. And is it common that a boyfriend
8 would be dark and mysterious?

9 A. I don't know how common it is,
10 but, yes, I've read that and seen it.

11 Q. And is it a common trope that the
12 hero -- hero or heroine will risk their life
13 for the other?

14 A. Yes.

15 Q. And is it common that people who
16 end up seeming like enemies will end up as --
17 more as boyfriend/girlfriend?

18 A. I don't know about enemies. I
19 don't know about that. I can't say that
20 that's true, enemies.

21 Q. So does BMR have some standard YA
22 paranormal romance tropes in them as well?

23 A. Yes.

24 Q. Can you describe any of those for
25 me, please?

1 A. The hero and heroine have an
2 obstacle in their relationship.

3 Q. What's that obstacle?

4 A. The obstacle is that the romantic
5 lead feels that his association with her
6 would put her in danger of being dragged into
7 the supernatural war that's going on or would
8 place her in danger simply by her association
9 with him and his role in that war.

10 And she finds his behavior or just
11 the very look of him to be very attractive
12 but off-putting. She doesn't want anything
13 to do with him.

14 Q. Does BMR have the trope of dead
15 parent?

16 A. Yes.

17 Q. Does BMR have the trope of the
18 chosen one?

19 A. Yes.

20 Q. The finding your destiny?

21 A. Yes.

22 Q. Does BMR have a coming-of-age
23 story?

24 A. Yes. You mean, like, coming of
25 age, like she's coming of age into who she's

1 supposed to be, yes.

2 Q. What are the common types of
3 characters that you will find in a paranormal
4 YA book?

5 MR. DONIGER: Objection.
6 Assumes facts not in evidence that
7 there are a common type of character.

8 BY MS. WOLFF:

9 Q. Well, you read a number of YA
10 paranormal books.

11 Are there common characters that
12 are included in YA paranormal books?

13 A. I can't say that there are common
14 characters. I can say that the heroine -- if
15 it's a book about a heroine or if it's a book
16 about a hero, they're going to have a friend.
17 Sometimes it's one friend. Sometimes they
18 have several friends. But I don't know if
19 they're common characters.

20 Q. Well, I guess, maybe -- I'm using
21 the wrong word.

22 What about common paranormal
23 creatures that you will find in a paranormal
24 world?

25 A. Again, it just depends on what

1 series there were fairies in it, but, like,
2 scary fairies, like --

3 Q. What --

4 (Simultaneous unreportable crosstalk.)

5 A. I don't really remember.

6 I beg your pardon?

7 Q. Were there werewolves?

8 A. I don't recall.

9 Q. Were there shapeshifters?

10 A. I don't recall. If you say that
11 there were, I will believe that you're
12 telling me that there were.

13 Most of my TV, I mean, just to be
14 frank, during the time that my son was little
15 was really based on family shows that we
16 watched with him, and I might catch a few
17 things at night after I put him to bed. And
18 that series was a long time ago, when he was
19 little.

20 Q. So is it common for YA paranormal
21 books to have a magical boarding school such
22 as Harry Potter?

23 A. I don't know about common, but it
24 is a trope as you say.

25 Q. And there would be sort of a

1 common trope that there would be gothic-style
2 castles --

3 A. I don't know about that. I know
4 it's in Harry Potter.

5 Q. What are some common
6 characteristics of vampires?

7 A. So we're talking about scènes à
8 faire then?

9 Q. Yes.

10 A. Okay. So vampires have fangs.
11 Vampires need blood of some kind to survive.
12 Vampires commonly have a sensitivity to
13 sunlight. Vampires can sometimes turn into
14 bats or werewolves or wolves, I guess.
15 Vampires will have pale skin because they
16 can't be out in the sun. Vampires will be
17 old because they live a long time.

18 Sometimes vampires are immortal.
19 Sometimes vampires are just really old and
20 live a long time. Vampires can sometimes be
21 really good -- I've seen this -- like,
22 musicians or piano players because they have
23 had their whole lives to practice playing
24 piano. Vampires sleep in coffins. Vampires
25 sometimes need special dirt or earth to be in

1 of their native soil.

2 Vampires can be killed by a stake
3 through the heart. Vampires don't like holy
4 water or crosses. Vampires don't like
5 garlic. Vampires can sometimes be really
6 ugly, or sometimes vampires are very
7 beautiful. Some vampires are in a coven. I
8 think that's about it off the top of my head.

9 Q. Do vampires commonly have a mating
10 bond?

11 A. I don't know about that. I don't
12 think that's common.

13 Q. What about werewolves? Is there
14 anything common about characteristics of a
15 werewolf in paranormal YA novels?

16 A. Paranormal writing, werewolves are
17 usually viewed as monsters. Werewolves --
18 not always. Werewolves are affected by the
19 moon, particularly the full moon. Are you
20 saying in general paranormal stories,
21 correct?

22 Q. Right.

23 A. So in general paranormal stories,
24 a werewolf bite can transform a mere human
25 into a werewolf. I forgot to mention that

1 about vampire bites, that vampire bites in
2 common paranormal stories can make that
3 person into a vampire.

4 Werewolves are thought of as these
5 monsters that at the full moon, they become
6 violent and very strong. You will see images
7 of them being put in chains so that they
8 can't hurt somebody or locked in a basement
9 or a cellar so they can't cause destruction.

10 Werewolves can get furry, like
11 Teen Wolf. There was a TV series, Teen Wolf,
12 that I saw where they can get a little furry
13 or have trouble controlling their powers
14 around the moon. It's usually considered a
15 curse in a lot of paranormal stories to be a
16 werewolf. That's about it off the top of my
17 head.

18 Q. What do they look like?

19 A. What does a werewolf look like?

20 Q. Yeah. Are they described as
21 having a certain kind of eyes or --

22 MR. DONIGER: Objection. Vague
23 and ambiguous. Calls for speculation
24 and lacks foundation.

25 If you can answer, go ahead.

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1 A. I can't say whether there is
2 something special about their eyes. What I
3 can say is that how a werewolf looks is
4 they're supposed to look like monsters when
5 they're in their wolf form. In some
6 paranormal stories, they might actually look
7 like a wolf, and some other paranormal
8 stories, they look, you know, like monsters.
9 They're hairy wolfmen-looking things.

10 BY MS. WOLFF:

11 Q. And what about witches? Is there
12 a common characteristic of witches in YA
13 paranormal stories?

14 A. So we're talking about a
15 supernatural witch? Is that what you're
16 talking about?

17 Q. Yes.

18 A. So a supernatural witch in these
19 stories will either be ugly and your warty
20 witch who looks terrifying or you could have
21 beautiful-looking witches or perfectly normal
22 looking witches. But their characteristics
23 are that they may need a spell book to do
24 their magic. They may cast rhyming spells to
25 do their magic. They may need a magic wand

1 to wave around.

2 They may have a crystal ball to
3 use to see the future. They may wave their
4 hands around, or like Samantha in Bewitched
5 waves her cheeks around. But it's usually a
6 spell casting issue with witches.

7 Q. In addition to spells, are they
8 known for any other brews or types of
9 common --

10 A. In some books -- I beg your
11 pardon?

12 Q. Other concoctions, brews or
13 concoctions?

14 A. Sure. In some stories, witches
15 make potions, or as you said, brews.

16 Q. Would that include tea?

17 A. I don't think that's a common
18 thing for a witch to do in stories that I
19 know of.

20 MS. WOLFF: Maybe it would be a
21 good time to take a quick break. I
22 know I could use one.

23 THE WITNESS: Sure. How many
24 minutes? About five minutes?

25 MS. WOLFF: Five, ten minutes.

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1 an e-mail. I am getting a thing that says
2 CaseViewNet.

3 Q. That, I believe, is the realtime
4 instruction. So click out of that. You
5 should see an icon with two Cs, CeCe, and it
6 should say -- there should be a file, and it
7 should say EX130.

8 A. I see that. Okay. It starts with
9 Exhibit 3.

10 Q. That's correct.

11 A. I'm there, CeCe.

12 Q. Okay. Great. As I said, this
13 exhibit has been previously marked as 130.

14 A. Okay.

15 Q. Ms. Freeman, do you know what this
16 document is? And you're free to take a look
17 through it.

18 A. Yes. This is what has been marked
19 as Exhibit 3 in Crave and BMR. Can you tell
20 me what this was attached to?

21 Q. Sure. I represent that this was
22 attached as Exhibit 3 to the first amended
23 complaint.

24 A. Okay. Thank you.

25 Q. So do you agree that's what this

1 document is?

2 A. Yes, I do.

3 Q. And who created this exhibit?

4 A. I created this exhibit with my
5 attorneys.

6 Q. Who were your attorneys?

7 A. That would be Mark Passin and his
8 team.

9 Q. And when was this exhibit created?

10 A. I am not sure exactly when this
11 was created.

12 Q. Do you think it was sometime in
13 2022?

14 A. I think so. Yes. It was created
15 for the complaint.

16 Q. And I'm not asking you to reveal
17 attorney work product or privileged
18 communications, but can you tell me how this
19 document was created?

20 A. This document was created by
21 looking at Crave and BMR and looking at
22 similarities of language between the two
23 books.

24 Q. And did you -- like, tell me more
25 about the process. Did you take the two

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1 the exact same order in the paragraph.

2 A. No.

3 Q. What about between BMR and Covet?

4 A. No.

5 Q. What about between BMR and Court?

6 A. No.

7 Q. So -- strike that.

8 Next I would like to pull up
9 Exhibit 128, and I will drop that in the
10 chat. And this document has been previously
11 marked.

12 A. Yes. I'm here.

13 Q. Do you know what this document is?

14 A. This appears to be Exhibit 1, Key:
15 Crave and Blue Moon Rising Comparison.

16 Q. And I will represent to you that
17 it's Exhibit 1 to your first amended
18 complaint.

19 A. Okay.

20 Q. Who created this exhibit?

21 A. This was created between me and my
22 lawyers.

23 Q. And tell me about the process of
24 how this exhibit was created.

25 MR. DONIGER: Just to interpose

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1 an objection, not to divulge any
2 attorney-client communications, but to
3 the extent you can tell her what you
4 actually did, that's fine.

5 THE WITNESS: I'm trying to
6 think if I can tell her what I
7 actually did without disclosing
8 privilege.

9 A. I don't know that I can answer
10 that question without disclosing privilege
11 about the process and how this was created.

12 BY MS. COLE:

13 Q. Did you use any software to create
14 this exhibit?

15 A. Microsoft Word, and I don't know
16 if my -- what -- if there may have been some
17 other form of Microsoft Word that I'm going
18 to say wrong, but some kind of word
19 processing software.

20 Q. Who summarized the plot of BMR?

21 A. That would be me and my lawyer.

22 Q. Who summarized the plot of Crave?

23 A. That would be me and my lawyer.

24 Q. Did anyone else assist you with
25 the creation of this document besides you and

1 MS. COLE: That's correct.

2 MR. DONIGER: Thank you.

3 MS. COLE: Any highlights in
4 Exhibit 129 are -- are -- existed in
5 that document without any additional.

6 MR. PASSIN: CeCe, if you were
7 to do that, I would remark the exhibit
8 as a new number, if you were going to
9 highlight a preexisting exhibit,
10 because it's different.

11 MS. COLE: The highlights are
12 really just for ease of the witness
13 and convenience here. So I don't know
14 if that's even an issue.

15 MR. DONIGER: All right. Thank
16 you.

17 BY MS. COLE:

18 Q. So let's go back to -- now, let's
19 look at Exhibit 129, which has been
20 previously marked.

21 A. Okay.

22 Q. Do you know what this document is?

23 A. This document reads as Exhibit 2,
24 Index 1: Comparative Quotes, Crave¹ -- or
25 Crave and Blue Moon Rising, and it begins

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1 with: Setting in Alaska relative to the
2 authors.

3 Q. And are you aware whether this
4 document is Exhibit 2 to your first amended
5 complaint?

6 A. It appears to be so.

7 Q. And who created this exhibit?

8 A. This was me and my attorneys.

9 Q. And tell me the process of how
10 this document was created.

11 MR. DONIGER: Same objection to
12 the extent that this potentially calls
13 for attorney-client communications.

14 But if the client can answer
15 without divulging attorney-client
16 communications, she's free to do so.

17 A. I don't think -- you would have to
18 be very specific in your question because I
19 can't answer that without divulging
20 attorney-client privilege.

21 BY MS. COLE:

22 Q. For example, who discovered this
23 -- strike that.

24 Did you look at your manuscript
25 and Crave in order to create this document?

1 second column says BMR?

2 A. Yes.

3 Q. What are these columns?

4 A. These are columns that use the
5 descriptive words between both books about
6 the romantic lead.

7 Q. And some of these adjectives used
8 in Crave to describe the romantic lead are
9 gorgeous, beautiful, and hot.

10 Do you see that?

11 A. Yes.

12 Q. And do you see the same adjectives
13 used in BMR to describe the romantic lead as
14 beautiful, gorgeous, and hot?

15 A. Yes.

16 Q. Do you think it's copyright
17 infringement if two books describe a male
18 romantic lead as gorgeous, beautiful, and
19 hot?

20 A. No.

21 Q. Are you aware of any books where
22 the romantic lead is described as gorgeous,
23 beautiful, or hot?

24 A. No. I don't know about all of
25 those adjectives. But, yes, there are books

1 cold winters?

2 A. I'm -- maybe.

3 Q. Is it accurate to describe the
4 winters in Alaska as having freezing cold
5 temperatures?

6 A. It depends on what part of Alaska
7 we are talking about when we say -- you're
8 wanting me to give you a, I think,
9 generalized statement for a place that's
10 really huge, vast amount of country.

11 Q. What about the mountainous areas
12 around the Denali Mountains? Does that get
13 freezing cold in the winter?

14 A. I don't know personally about the
15 Denali mountain range in winter to give you
16 the answer to that.

17 Q. Does Fairbanks ever get freezing
18 cold in the winter?

19 A. Yes. Fairbanks does get freezing
20 cold in the winter.

21 Q. Does Anchorage get freezing cold
22 in the winter?

23 A. Yes.

24 Q. Is describing Alaska as freezing
25 cold in the winter copyright infringement?

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1 A. No.

2 Q. Let's look at Page 5 of the same
3 document.

4 A. Which -- I am sorry. Which
5 exhibit are we on?

6 Q. We are on 129, the same exhibit
7 we're just looking at.

8 A. Just remember, on my computer,
9 they all stack up and I have, like, five
10 different tabs.

11 Q. Sure.

12 A. 129. Which page would you like me
13 to go to?

14 Q. 5 of 144.

15 A. Okay. Give me one moment.

16 Okay. I'm on Page 5.

17 Q. Do you see Paragraph 4 where it
18 says: Heroine describes what the sky looks
19 like in Alaska?

20 A. Yes.

21 Q. And then it says, Crave: Dot,
22 dot, dot, we're in the middle of a weird kind
23 of haze that Philip refers to as civil
24 twilight even though it's barely 5:00, p. 3?

25 A. Yes.

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1 don't even know what that is.

2 Q. Understood. So you're saying that
3 BMR just describes this phenomenon of what
4 some people could call civil twilight?

5 A. Yes, of what is defined as civil
6 twilight. Sure.

7 Q. So in this exhibit, you include a
8 link to a third-party website that gives
9 information about civil twilight?

10 A. Yes.

11 Q. And Crave also uses the word,
12 civil twilight?

13 A. Yes.

14 Q. The same civil twilight word that
15 we just saw on that third-party link you
16 included in this exhibit?

17 A. I believe so, yes.

18 Q. So if two writings refer to civil
19 twilight in Alaska, is that considered
20 copyright infringement?

21 A. No.

22 MR. DONIGER: Objection.

23 Incomplete hypothetical. Calls for a
24 legal conclusion. Lacks foundation.

25 A. I don't know.

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1 for a literary agent?

2 A. I feel like it was -- I don't
3 know -- late September, early -- I don't
4 know. Sometime in that fall range. Late
5 September, early October.

6 Q. Of 2010?

7 A. Yes. Correct.

8 Q. And you did so at the suggestion
9 of individuals at HarperCollins who had said
10 you should have an agent?

11 A. They didn't speak to me directly,
12 so it would have been through Michelle
13 Bittner.

14 Q. Okay. But it was as a result of
15 her conversations with HarperCollins that it
16 was suggested to you that you look for an
17 agent?

18 A. Yes, correct.

19 Q. Did you submit inquiries to any
20 other agents before Ms. Kim?

21 A. I believe I did. I believe I --
22 yes.

23 Q. Do you recall how many?

24 A. I don't recall.

25 Q. Was it more than five?

230

1 very excited.

2 Q. Understood.

3 A. Yeah.

4 Q. Let me ask a question similar to
5 what I asked before. Is it your contention
6 in this lawsuit that at the time that Ms. Kim
7 asked you to be a client of Prospect Agency
8 that she was already planning to show your
9 manuscript to Tracy Wolff for the purposes of
10 committing copyright infringement?

11 A. I don't know what her intentions
12 were.

13 Q. Do you -- is there -- is there a
14 point in time at which you do contend Emily
15 Kim was actively planning to show your
16 manuscript to Tracy Wolff for the purposes of
17 committing copyright infringement?

18 A. Well, that would be why we are in
19 this lawsuit presently right now.

20 Q. Well, you have seen documents.
21 You have heard testimony. What is your
22 belief as you sit here today as to when Emily
23 Kim allegedly starting developing a plan to
24 show your manuscript to Tracy Wolff?

25 A. I don't know when she started

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1 developing a plan to show my manuscript to
2 Tracy.

3 Q. Let me show you -- I'm going to
4 mark as Exhibit 143 a letter dated
5 February 22, 2023, from your counsel
6 CSReeder, PC to Judge Sarah Netburn.

7 Let me know when you have had a
8 chance to see -- to take a quick look at
9 that.

10 (Exhibit 143 was marked for
11 identification.)

12 A. What exhibit number is that?

13 BY MR. KOONCE:

14 Q. 143.

15 A. Okay.

16 Q. On the second page of that
17 document, there's a paragraph, Paragraph A,
18 and I will note that there's a redacted
19 sentence in this document. I elected to --
20 I'm electing to show you the redacted version
21 just because I wasn't sure who would be on
22 the call, and I don't think it's relevant to
23 the question I'm going to ask.

24 The letter says: In December of
25 2010, Kim asked plaintiff what is the coolest

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1 A. Before we entered -- I'm trying to
2 understand. Before we entered into an
3 agreement to be represented together, you're
4 asking if Emily said to me who she was going
5 to show my manuscript to?

6 Q. Or who she was not going to show
7 your manuscript to?

8 A. I don't understand the question.
9 I'm so sorry.

10 Q. That's fine.

11 Did she ever represent to you that
12 the only people she would show your
13 manuscript to were editors at publishing
14 houses and readers?

15 A. Yes.

16 Q. When did she make that
17 representation to you?

18 A. I don't recall the when of it. I
19 just recall the specificity of it.

20 Q. And what was the context for that
21 conversation with her?

22 A. My mom told me that I should be
23 getting my book registered with the copyright
24 office. You know, my mom was concerned
25 about, you know, somebody stealing the idea

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1 or copying the book, doing something with it
2 and that I should register it.

3 She had seen something on a legal
4 program. So I brought the issue up to Emily
5 about, should I register my book. That's the
6 context of how that conversation came to be.

7 Q. Okay. During the time that you
8 worked with Prospect Agency, did you ever
9 learn that Emily Kim showed your manuscript
10 to anyone other than editors and readers?

11 A. No.

12 Q. Before entering into the agency
13 agreement, did Ms. Kim make any other
14 expressed representations or promises to you?

15 A. Can you define expressed
16 representations and promises, please.

17 Q. As opposed to -- well, let me ask
18 it differently.

19 Before entering into your
20 agreement with Prospect Agency, did Ms. Kim
21 make any representations or promises to you
22 separate and apart from the writing of the
23 agreement itself?

24 A. Again, do you mind explaining
25 representations and promises? I don't

242

1 understand what you're asking me.

2 Q. Okay. Do you know what a promise
3 is?

4 A. Yes.

5 Q. Did Ms. Kim make any promises to
6 you before entering -- you entered into the
7 agreement other than what was in writing in
8 the agreement itself?

9 A. No.

10 MR. KOONCE: Let's -- let me
11 move -- this may have been marked at a
12 prior deposition, but I'm going to
13 remark it because I wasn't sure.

14 This is the -- we are going to
15 mark this as Exhibit 144. I apologize
16 to the other counsel if it's
17 duplicative.

18 This is the agency agreement
19 version from Prospect Agency files
20 between Prospect Agency and
21 Ms. Freeman.

22 (Exhibit 144 was marked for
23 identification.)

24 BY MR. KOONCE:

25 Q. Ms. Freeman, let me know when you

256

1 the time to read every version of everything
2 I wrote. So I literally just made a best
3 guess.

4 Q. So is the first time you
5 registered anything with the copyright office
6 relating to your manuscript, after you had
7 picked up the -- picked up Crush in the
8 bookstore?

9 A. Yes.

10 Q. Did you keep working on your
11 manuscript after you eventually parted ways
12 with Prospect Agency?

13 A. Yes.

14 Q. And I take it you did not send any
15 versions of your manuscript that you worked
16 on after you parted ways with Prospect Agency
17 to Ms. Kim?

18 A. I don't recall.

19 Q. Would there have been a reason for
20 you to send her versions of your manuscript
21 after you parted ways with Prospect Agency?

22 A. Yes.

23 Q. Why -- why would you have done
24 that?

25 A. Emily reached out to me in 2015

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1 many publishers Prospect Agency sent your
2 manuscript to during the time you worked with
3 it?

4 A. I believe that the 2011 version --
5 I consider that my flagship version -- went
6 to five editors, and the other versions over
7 time went to a bunch of other editors. I
8 can't recall the totals.

9 Q. Okay. Does it surprise you to
10 learn it was over 20?

11 A. No.

12 Q. Is it your contention in this case
13 that Ms. Kim did not really submit your
14 manuscript to those publishers?

15 A. No.

16 Q. Is it your contention that she was
17 somehow working against your interests when
18 she sent those submissions to publishers on
19 your behalf?

20 A. I have no idea. I don't think so.

21 Q. Okay. But if any one of those
22 publishers had said yes, they wanted to
23 publish your manuscript, wouldn't that have
24 ruined any plan for her to hand that
25 manuscript to Tracy Wolff to use?

1 time.

2 Q. Does the heroine in Twilight have
3 panic attacks in the book?

4 A. Not that I recall.

5 Q. Do both books have a fight scene
6 with a group of guys where the hero comes to
7 save the protagonist?

8 A. Yes.

9 Q. Would those types of similarities
10 that I just described mean that you
11 plagiarized Ms. Meyer?

12 A. No.

13 Q. Why not?

14 A. Because this -- those are -- one
15 is out in the public eye. Two, the
16 specificity of those scenes and characters
17 are nothing like mine specifically. That
18 would be -- it's a very broad brush paint
19 stroke. There are vampires, yes. It's a
20 cold dark climate, yes.

21 The heroine is rescued by some
22 guys who help her, and, you know, the
23 romantic lead is one of those.

24 Sorry. My dog knocked over my
25 water.

CERTIFICATE OF REPORTER

UNITED STATES DISTRICT COURT)
SOUTHERN DISTRICT OF NEW YORK)

I, ERICA FIELD, RPR, Stenographic Court
Reporter, certify that I was authorized to
and did stenographically report the
deposition of LYNNE FREEMAN, pages 1 through
355; that a review of the transcript was not
requested; and that the transcript is a true
and complete record of my stenographic notes.

I further certify that I am not a
relative, employee, attorney, or counsel of
any of the parties, nor am I a relative or
employee of any of the parties' attorney or
counsel connected with the action, nor am I
financially interested in the action.

DATED this 27th day of March, 2023.



Erica Field, RPR